

EXHIBIT 4- EMAIL THREAD

THEODORE F. MONROE – ANDREW HUDSON

From: Hudson, Andrew
To: Theodore Monroe
Cc: Goodman, Jody
Subject: RE: Tom Wells and Priority
Date: Friday, September 28, 2018 2:19:24 PM

Thanks, Theo.

From: Theodore Monroe <monroe@tfmlaw.com>
Sent: Friday, September 28, 2018 5:19 PM
To: Hudson, Andrew <ahudson@ftc.gov>
Subject: RE: Tom Wells and Priority

Confirmed.

From: Hudson, Andrew <ahudson@ftc.gov>
Sent: Friday, September 28, 2018 1:19 PM
To: Theodore Monroe <monroe@tfmlaw.com>
Cc: Hobbs, Karen S. <KHOBBS@ftc.gov>
Subject: RE: Tom Wells and Priority

Theo,

Following up on our call this afternoon.

On our call, you clarified that you currently represent both Tom Wells and Priority Payout, Corp., for the purposes of the Interbill matter and their pending depositions in that matter. You agreed to our proposal that the depositions be moved from Oct. 2 and 3 in West Palm Beach, FL, to Oct. 11 and 12 in Washington, DC. You stated that, at this time, Priority Payout, Corp. intends to proffer Tom Wells as its 30(b)(6) designee. You explained that Nicole Arnett is an employee of Priority Payout, Corp., but that she does not currently have sufficient knowledge to testify as the company's 30(b)(6) designee in response to the 9/6/2018 deposition subpoena. You also stated that it is your understanding that Tom Wells intends to assert his Fifth Amendment rights in response to some or all questions in deposition. Please let me know if any of the above is incorrect.

Additionally, please confirm that, per our telephone discussion:

Tom Wells and Priority Payout, Corp., have represented to you that they will appear for deposition at the Federal Trade Commission's offices in Washington, DC, on October 11 and 12, barring a court order cancelling or delaying the depositions.

For clarity, the depositions will be held in the FTC's Constitution Center offices, not in the Headquarters building. The Constitution Center building is located at 400 7th St. SW, Washington, DC 20024, roughly five blocks south of the Headquarters building.

Regards,

Andrew

Andrew Hudson
Federal Trade Commission
Bureau of Consumer Protection | Division of Marketing Practices
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Washington, D.C. 20580
Tel: (202) 326-2213 | Fax: (202) 326-3395

From: Theodore Monroe <monroe@tfmlaw.com>

Sent: Friday, September 28, 2018 2:46 PM

To: Hudson, Andrew <ahudson@ftc.gov>

Cc: Hobbs, Karen S. <KHOBBS@ftc.gov>

Subject: RE: Tom Wells and Priority

Are you available for a call now?

From: Theodore Monroe

Sent: Wednesday, September 26, 2018 9:12 PM

To: Hudson, Andrew <ahudson@ftc.gov>

Cc: Hobbs, Karen S. <KHOBBS@ftc.gov>

Subject: Re: Tom Wells and Priority

Thank you. I will follow up with you tomorrow.

From: "Hudson, Andrew" <ahudson@ftc.gov>

Date: Wednesday, September 26, 2018 at 2:31 PM

To: Theodore Monroe <monroe@tfmlaw.com>

Cc: "Hobbs, Karen S." <KHOBBS@ftc.gov>

Subject: RE: Tom Wells and Priority

Mr. Monroe:

Thank you for that update. We understand you to be saying that you have been retained by both Mr. Wells and Priority Payout Corp. Please confirm whether that is correct.

After our discussion yesterday, we received a voicemail from Seth Kosto. After speaking with him this morning, our position remains the same.

Regardless, we are willing to postpone the deposition just over a week, to Thursday and Friday October 11 and 12, if you can represent that your client(s) will appear for deposition on those dates at our offices in Washington, DC, barring a court order delaying the depositions.

Regarding Priority Payout, Corp., our review of the emails your clients produced to us suggests that Nicole Arnett has considerable knowledge of Priority's business and the topics on which we seek to depose Priority. Is there some reason why she cannot be made available as a 30(b)(6) deponent for the company? Relatedly, please let us know whether Ms. Arnett is a current, or a former employee of Priority, and whether you are representing her in this matter.

Finally, if you believe it would be helpful to discuss further by telephone, we are happy to do so.

Regards,
Andrew

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From: Theodore Monroe <monroe@tfmlaw.com>

Sent: Wednesday, September 26, 2018 3:52 PM

To: Hobbs, Karen S. <KHOBBS@ftc.gov>; Hudson, Andrew <ahudson@ftc.gov>

Subject: Tom Wells and Priority

Mr. Hudson and Ms. Hobbs:

This email is to follow up on our conversation from yesterday and to update you on certain new information. And to again request that the FTC delay the pending depositions of Mr. Tom Wells and Priority Payout.

I have confirmed that Tom Wells is a subject of a federal criminal investigation. Yesterday, I spoke with Seth Kosto of the United States Attorney's Office in Mass. He confirmed that Mr. Wells conduct is a subject of an investigation by their office as that term is defined by the United States Attorney Manual relating to the same processing activities that give rise to your proposed contempt action.

In my conversation with the two of you yesterday, I explained that my representation with Mr. Wells was limited in nature and Mr. Wells had not completed what he needed to do to retain me to represent him in making an appearance such as filing a motion to stay the pending deposition in the FTC's action in Nevada.

As of this afternoon, I have been retained in the action.

Accordingly, I am again requesting that the FTC delay the pending deposition of Mr. Wells and Priority Payout. Due to the criminal investigation by the United States Attorney's office, it would be imprudent for Mr. Wells to testify substantively in any FTC action related to his processing matters. He would be forced to take the 5th Amendment, thus prejudicing his defense in any FTC contempt action. And as we discussed, Mr. Wells is the only member of the corporate entity and the only one with knowledge of the categories set forth in the notice. So, he would be the only person to testify for the entity.

As we discussed, we are willing to a delay of the depositions that is limited in time. For instance, we are agreeable to a 60 day delay to see if Mr. Wells' issues are resolved by then. I cannot see how the FTC would be prejudiced by such a short delay. Also, Mr. Wells is agreeable to move the deposition to a more convenient location for the FTC including Washington, DC.

Please let me know your response. And if the FTC is still not agreeable, as discussed we need to file a motion to delay the deposition. As I would like to avoid the necessity of filing an emergency motion, I would suggest a one or two week extension of the deposition date. If the FTC is not agreeable to even such a short delay, I suggest we speak about how to establish a record so the taxpayers are not on the hook for your travel to Florida next week.

As we discussed, I would have brought the above motion sooner, but I was not sure I would be retained.

Theo Monroe

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From: Hudson, Andrew
To: Theodore Monroe
Cc: Hobbs, Karen S.
Subject: RE: FTC v. Interbill & Thomas Wells
Date: Monday, September 24, 2018 2:16:02 PM

Theo,

On our telephone call today, you asked that we postpone the depositions of Tom Wells and Priority Payout Corp., which are currently scheduled for next week on October 2 and 3, 2018. You cited a criminal investigation in which you believe Tom Wells is a subject. As we have told you, our knowledge of the criminal investigation is what we learned in the August 3, 2018 press reports about it, which you have told us you are also aware of.

We informed you on September 4, 2018 that we intended to depose Mr. Wells the week of October 1, 2018. We served you with subpoenas for the October 2 and 3 dates on September 6, 2018, via email. Then, when we did not hear from you, we had the subpoenas hand-served on Mr. Wells last week on September 18, 2018. Before we called you today, at no point did you inform us that you believed there were grounds to seek a stay of the depositions. Nor have you reached out to meet and confer about the dates or location of the depositions.

We do not believe that a stay of the deposition is necessary or appropriate at this time. If there are any facts or authorities that you believe support your view that the depositions should be stayed, we are happy to review and consider them.

Regards,
Andrew

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From: Theodore Monroe <monroe@tfmlaw.com>
Sent: Monday, September 24, 2018 3:36 PM
To: Hudson, Andrew <ahudson@ftc.gov>
Cc: Hobbs, Karen S. <KHOBBS@ftc.gov>
Subject: RE: FTC v. Interbill & Thomas Wells

We can speak now. If that works, let me know or simply call me at 213.233.2273.
Theo

From: Hudson, Andrew <ahudson@ftc.gov>

Sent: Monday, September 24, 2018 10:52 AM
To: Theodore Monroe <monroe@tfmlaw.com>
Cc: Hobbs, Karen S. <KHOBBS@ftc.gov>
Subject: FTC v. Interbill & Thomas Wells

Theo,

Karen and I are available at or before 4:00 pm Eastern / 1:00 PM Pacific today. Please let us know when we should expect your call.

Regards,
Andrew

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